

Elizabeth Osenton Lord Photo

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Member

Charleston Office

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Elizabeth Osenton Lord is a Member who handles a wide variety of business matters including transactions, mergers and acquisitions, commercial lending, securities regulation, and corporate governance. She serves as Chair of the Firm's Executive Committee and practices out of the Firm's office in Charleston, West Virginia.

Beth's practice centers on helping corporate clients navigate securities laws, mergers and acquisitions, due diligence, third-party legal opinions, transactions, and commercial lending. She represents clients in various industries, including financial institutions, automobile dealerships, energy companies, and technology start-ups.

Beth represents both small and large businesses in structuring and negotiating business transactions, as well as providing advice on general business, corporate and commercial law matters. She loves collaborating with clients, closing transactions, and creatively overcoming issues to bring a transaction to fruition. She also handles both public and private securities offerings for various entities seeking to raise capital and assists in the preparation of proxy statements, annual reports, and other SEC filings. Additionally, Beth serves as corporate counsel to the West Virginia Automobile & Truck Dealers Association, Inc.

Beth is listed in *The Best Lawyers in America*® for Corporate/Commercial counsel and in Chambers USA's Leading Lawyers for Business for Corporate Law/Securities/Capital Markets Law. Having begun her career at the U.S. Securities and Exchange Commission, she is a member of the Securities and Exchange Commission Historical Society and the Securities and Exchange Commission Alumni Association.

Awards

- Named in *Best Lawyers*® Business Edition "Women in Law" (2017)
- Named in *Best Lawyers*' West Virginia Corporate Law "Lawyer of the Year" (2014)
- Martindale-Hubbell: AV Preeminent Rated
- Recognized as one of the 2013 Women Leaders in the Law in the January 2013 issue of The American Lawyer magazine
- *The Best Lawyers in America*® for Corporate Law, Securities/Capital Markets Law and Securities Regulation (1999-Present)
- *Chambers USA, America's Leading Lawyers for Business* in the area of Corporate/Commercial Law (2013-2014)
- Leadership West Virginia, Class of 1996
- National MS Society, Circle of Leadership (1996)
- Executive Committee, Leadership West Virginia (1996-1997)
- Dean's Fellowship, The American University (1986)

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- The American University Law Review
- Beta Gamma Sigma (1984)
- Mortar Board (1984)
- Alpha Delta Pi Dorothy Shaw National Leadership Award (1984)

Notable Legal Experience

- Assisted an oil and gas exploration and production company in connection with the sale of certain assets through a Chapter 11 bankruptcy auction process for \$339 million
- Assisted with due diligence for large independent natural gas production company in its acquisition of leasehold oil and gas interests from a leading independent energy company in the Appalachian Basin
- Represented seller with the sale of mining companies to a New York private equity firm with a transaction value of \$265 million
- Represented New York private equity firm with the sale of its mining companies with transaction value of \$450 million
- Represented lumber company in sale of assets
- Represented land companies (lessors of timber, mining and oil and gas properties) with their merger into an out-of-state timber company
- Represented publicly-traded master limited partnership that owns and operates terminalling, storage, transloading, and pipeline assets with the acquisition of a large rail and barge terminal facility in the Pacific Northwest
- Represented large independent natural gas production company with its acquisition of Utica shale leasehold oil and gas interests
- Served as local counsel to a Columbian conglomerate with investments in the cement and concrete industry in connection with its acquisition of a cement plant and related terminals with a transaction value of \$660 million
- Represented large automobile dealership holding company with its acquisition of another large automobile dealership involving the negotiation of the acquisition of four franchises
- Structured various private placements for hotel developer throughout West Virginia and southwestern Pennsylvania
- Represented client in connection with private placements of two rounds of financing totaling \$20,000,000 for the development of a hotel and conference center in north central West Virginia
- Assisted with private placement for a local wealth management company
- Represented start-up banking clients with various private placements for bank holding companies as well as SEC-registered offerings totaling at least \$97,000,000
- Represented coal company in connection with its stalking horse asset purchase agreement to acquire certain coal mining assets through seller's Chapter 11 bankruptcy proceedings for \$40 million
- Routinely represents financial institutions in commercial lending transactions in the energy, timber, and aggregates industries
- Represented large university in the acquisition of certain assets of an institute that was involved in the diagnosis and treatment of neurodegenerative diseases
- Assisted with securities issues related to various mergers and acquisitions of banks and bank holding companies
- Assisted with various private placements of equity and debt securities in the technology sector

Work History

- Jackson Kelly PLLC (1990-Present)
- U.S. Securities & Exchange Commission, Division of Corporation Finance, Attorney (1987-1990)
- Jackson & Kelly, Summer Associate (1986)
- U.S. Commodity Futures Trading Commission, Intern (1985)

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Practices

- Banking & Finance
- Business Law
- Commercial Lending
- Mergers & Acquisitions
- Public-Private Partnerships
- Renewable Energy
- Securities Regulation & Corporate Governance

Industries

- Banking
- Coal
- Education
- Energy
- Financial Services
- Oil & Gas

Education

- American University Washington College of Law (J.D., 1987)
- West Virginia University (B.S. in Business Administration, Accounting , 1984)

Admissions

- West Virginia
- U.S. Court of Appeals, Fourth Circuit (1992)
- U.S. District Court, Southern District of West Virginia (1991)

Professional Organizations

- West Virginia State Bar
- Pennsylvania Bar Association
- Maryland State Bar Association
- District of Columbia Bar Association
- Jackson Kelly PLLC, Executive Committee (2000-2003, 2015-Present)
- American Bar Association, Section on Business Law, Mergers and Acquisitions Committee and Legal Opinions Committee
- U.S. Securities and Exchange Commission Historical Society
- U.S. Securities and Exchange Commission Alumni Association

Speaking Engagements & Publications

Speaking Engagements

- "Prior Performance Disclosure in Real Estate Filings," Securities & Exchange Commission
- "Securities Industry Rules and Regulation," Annual West Virginia Bank Directors' Conference
- "Choice of Entity & Securities Law Issues in Real Estate Financing Transactions," WVU College of Business
- "Dealing with the U.S. Securities and Exchange Commission and the West Virginia Securities Division," Mountaineer CLE Series
- "The New Sarbanes-Oxley Attorney Responsibility Standards," Jackson Kelly PLLC
- "Sarbanes-Oxley, Whistleblowing and M&A for the HR Professional," West Virginia Chamber of Commerce

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Writings and Publications

- “Sarbanes-Oxley - Aftermath of the Perfect Storm,” *The West Virginia Lawyer*
- “Securities Laws Have Impact On How Small Businesses Go About Raising Capital,” *American Oil & Gas Reporter*
- “The Need for a Uniform Classification of Repurchase Agreements: Reconciling Investor Protection with Economic Reality,” 36 *American University Law Review* 669
- *The American University Law Review*, Member

Community

- Jackson Kelly PLLC Executive Committee, Vice Chairman
- Kanawha County Public Library, Board of Directors (2011-Present), Second Vice President (2012-2016)
- Leadership West Virginia, Chairman and Board of Directors (2007), Past Chairman’s Committee (Present)
- Member, AWEsemble, Christ Church United Methodist Electric Bass
- American Heart Association, Charleston Metro Division, Past Member, Board of Directors
- St. Mark’s United Methodist Church, Chairperson, Administrative Board and Administrative Council
- United States Tennis Association
- Children’s Therapy Clinic, Inc., Past Member, Board of Directors
- Vandalia Rotary Club, Charleston, West Virginia, Charter Member
- Charleston Exchange Club, Past President
- Mid-Atlantic Commercial Research, Inc., Board of Directors (2010-2015)